

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

In Re: General Asbestos

Chapter 11

Case Nos. 00-4471, 00-4469,
00-4470,
01-1139
through 01-1200
01-10578, et al.
01-2094 through
01-2104
00-3837 through
00-3854

**SECOND APPLICATION OF NORRIS, MCLAUGHLIN & MARCUS, PA FOR
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES ON BEHALF OF WILLIAM A. DREIER AS A COURT-APPOINTED
ADVISOR FOR THE PERIOD FROM MARCH 1, 2002 THROUGH
OCTOBER 31, 2002**

Name of Applicant: Norris, McLaughlin & Marcus

Authorized to Provide
Professional Services to: Alfred M. Wolin, U.S.D.J.

Date of Order: December 28, 2001

Period for which Compensation
and Reimbursement Are Sought: March 1, 2002 through
October 31, 2002

Amount of Compensation Sought
as Actual, Reasonable, and
Necessary: \$46,421.00

Amount of Expense Reimbursement
Sought as Actual, Reasonable, and
Necessary: \$3,068.39

This is an X interim ___ final application

The total time expended for fee application is approximately ___ hours and the
corresponding compensation requested is approximately \$(to be included on third
application).

If this is not the first application filed, disclose the following for each prior application:

		Requested		Approved	
Date filed	Period covered	Fees	Expenses	Fees	Expenses
May 3, 2002	January 1, 2002 through February 28, 2002	\$13,815.00	\$831.90	\$13,815.00	\$831.90

**ATTACHMENT B
TO FEE APPLICATION**

Name of Professional Person	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
William A. Drier	Partner, Admitted to Practice in 1961	\$450.00	99.5	\$44,775.00
Suzana Loncar	Associate, Admitted to Practice in 2002	\$135.00	4.10	\$553.50
Jeanna Hand	Paralegal	\$115.00	9.5	\$1,092.50
Grand Total:			113.1	\$46,421.00
Blended Rate:				

COMPENSATION BY PROJECT CATEGORY

[illegible]

EXPENSE SUMMARY

Expense Category	Service Provider (if applicable)	Total Expenses
Computer Assisted Legal Research		\$533.07
Facsimile (with rates)		
Telephone, Postage, Photocopying		\$2,321.05
Outside Reproduction		
Outside Research		
Filing/Court Fees		
Court Reporting		
Travel Expenses		\$158.20
Courier & Express Carriers (e.g.,		
Federal Express)		
Other (explain)Mcals		\$56.07

Local Form 102 (Fee Application/Attachment B)

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

	:	
IN RE: ARMSTRONG WORLD	:	Chapter 11
INDUSTRIES, INC., et al.,	:	Case Nos. 00-4471, 00-4469, 00-4470
	:	(Jointly Administered
Debtors.	:	
	:	
IN RE: W. R. GRACE & CO.,	:	Chapter 11
et al.,	:	Case Nos. 01-1139 through 01-1200
	:	(Jointly Administered
Debtors.	:	
	:	
IN RE: FEDERAL MOGUL	:	Chapter 11
GLOBAL, INC., T & N	:	Case Nos. 01-10578, et al
LIMITED, et al.,	:	(Jointly Administered
	:	
Debtors.	:	
	:	
IN RE: USG CORPORATION,	:	Chapter 11
a Delaware Corporation,	:	Case Nos. 01-2094 through 01-2104
et al.,	:	(Jointly Administered
	:	
Debtors.	:	
	:	
IN RE: OWENS CORNING,	:	Chapter 11
et al.,	:	Case Nos. 00-3837 through 00-3854
	:	(Jointly Administered
Debtors.	:	
	:	
	:	Hearing date set only if
	:	objections are timely filed

IN RE: GENERAL ASBESTOS

SECOND APPLICATION OF NORRIS, MCLAUGHLIN &
MARCUS, PA ON BEHALF OF THE COURT APPOINTED
ADVISOR WILLIAM A. DREIER, FOR AN INTERIM
ALLOWANCE OF FEES FOR ACTUAL AND NECESSARY
SERVICES RENDERED AND FOR REIMBURSEMENT OF

**EXPENSES INCURRED FOR THE PERIOD MARCH 1,
2002 THROUGH OCTOBER 31, 2002**

TO THE HONORABLE ALFRED M. WOLIN, U.S.D.J.:

Pursuant to 11 U.S.C. §330 and §331 and Rule 2016 of the of Bankruptcy Procedure, Norris, McLaughlin & Marcus, PA, hereby moves this honorable Court for an Order awarding an interim allowance of reasonable compensation with respect to the five above-captioned Chapter 11 cases for professional services rendered in William A Dreier's capacity as a Court Appointed Advisor in connection with the Court's management of these very large, mass-tort bankruptcy cases, in the amount of \$46,421.00 and reimbursement of related expenses of \$3,068.39 for the period of March 1, 2002 through October 31, 2002.

In support of this Application and pursuant to Bankruptcy Rule 2016, Norris, McLaughlin & Marcus respectfully represents as follows:

1. On various dates, the debtors cases filed voluntary petitions for under Chapter 11 of Title 11 of U.S.C. §§101-1330. The debtors businesses and manage their possession pursuant to sections Bankruptcy Code.

2. On December 28, 2001, the Court appointed William A. Dreier and several other persons as "Court Appointed Advisors" to assist the Court as set forth in that Order and in subsequent Orders with the management of the above-captioned very large,

mass-tort bankruptcy cases and to undertake such duties as the Court has and may in the future assign to William A. Dreier. A copy of this Order is attached hereto as Exhibit A.

3. By its Order dated March 19, 2002, the Court withdrew the reference to the Bankruptcy Court for any application for allowance of fees and/or costs by Court Appointed Advisors and gave leave to the Court Appointed Advisors to file interim fee applications in accordance with the directions set forth therein. A copy of this Order is attached hereto as Exhibit B. This Application is the second such application by William A. Dreier.

4. There is no agreement or understanding between William A. Dreier and any other person, other than the members, associates and employees of the law firm of Norris, McLaughlin & Marcus of which William A. Dreier is a member, for the sharing of compensation received or to be received for services rendered in connection with these proceedings.

5. No agreement exists with any person or entity regarding the rate or amount of compensation William A. Dreier shall receive in connection with his appointment by this Court. The hourly rate of \$450.00 is reasonable and customary for an attorney of William A. Dreier's experience rendering services such as those involved with his appointment as Court Appointed Advisor. The hourly rate of \$135.00 is reasonable and customary for an attorney of Suzana Loncar's experience rendering services

such as those involved in this matter. The hourly rate of \$115.00 is reasonable and customary for paralegal services.

6. William A. Dreier and other professionals associated with Norris, McLaughlin & Marcus have expended a total of 113.1 hours in rendering professional services related to William A. Dreier's position as a Court Appointed Advisor. The time spent and the services rendered were reasonable in relation to the size and complexity of the matters handled, not duplicative of other services rendered, and necessary to the administration of the debtors, estates. overall billing statements are attached as Exhibits C and D. Exhibit C sets forth the total hours spent by William A. Dreier and other professionals associated with Norris, McLaughlin & Marcus related to all five consolidated bankruptcies. Exhibit D sets forth the total hours spent by William A. Dreier and other professionals associated with Norris, McLaughlin & Marcus specifically related to the In re: W. R. Grace matter.

7. The billing statements attached as Exhibits C and D present the hours expended in increments of one-tenth of an hour, with a description of the service rendered for each entry.

8. In addition to the time expended in rendering services, Norris, McLaughlin & Marcus incurred out-of-pocket expenses in connection with William A Dreier's appointment as Court Appointed Advisor in the amount of \$3,068.39 The expenses incurred in

association with all five consolidated bankruptcies amounted to \$448.47, as set forth in Exhibit C. The expenses incurred in association with the In re: W.R. Grace matter amounted to \$2,619.92, as set forth in Exhibit D. These expenses were reasonable in relation to the size and complexity of the matters handled, not duplicative of other expenses incurred, and necessary to the administration of the debtors' estates.

9. Norris, McLaughlin & Marcus, on behalf of William A. Dreier, respectfully submits that the compensation for services and reimbursement of expenses requested is consistent with the nature and extent of the services rendered for the period March 1, 2002 through October 31, 2002, the size and complexity of the case, the time, labor and special expertise brought to bear on the questions, and other related factors.

10. A proposed form of order is submitted herewith.


WHEREFORE, William A. Dreier respectfully requests that an interim allowance of compensation for fees for services rendered and reimbursement of costs be allowed, in the amount of \$49,489.39, subject to disgorgement as may be directed in a final Order of allowance at the conclusion of these Chapter 11 cases.

WHEREFORE, William A. Dreier further respectfully requests that the interim allowance of Norris, McLaughlin & Marcus' fees and costs be allocated among the debtors as follows:

1. Evenly among the debtors as to all consolidated proceedings as set forth in Exhibit C for a total amount of \$5312.47, resulting in each debtor paying \$1062.49;

2. Plus \$44,176.92 as to the debtor W.R. Grace, as set forth in Exhibit D.

The sum of fees and costs allowed against each debtor pursuant to this interim allowance shall total \$1,062.49 against Federal-Mogul Global, Inc.; \$45,239.41 against W. R. Grace & Co.; \$1,062.49 against Armstrong Industries, Inc.; \$1,062.49 against Owens Corning; and \$1,062.49 against U.S.G. Corporation.



William A. Dreier
Court-Appointed Advisor
NORRIS, MCLAUGHLIN & MARCUS
721 Route 202/206 North
Bridgewater, NJ 08807

Dated: December 3, 2002